

F95000002904

TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

600001413966
-02/23/95--01086--001
*****70.00 *****70.00

SUBJECT: MANAGEMENT LEASING, INC.
(Name of corporation)

Dear Sir or Madam:

W95-4189

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JOEL S. CHITWOOD
(Name of Person)

AUTO SAFETY COMPANY, INC.
(Firm/Company)

4410 W. ALVA STREET
(Address)

TAMPA, FLORIDA 33614
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

JOEL S. CHITWOOD
(Name of Person)

at (813) 876 - 8946
Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 2:24
20-15
69

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 23, 1995

JOEL S. CHITWOOD
AUTO SAFETY COMPANY, INC.
4410 W. ALVA ST.
TAMPA, FL 33614

SUBJECT: MANAGEMENT LEASING, INC.
Ref. Number: W95000004189

We have received your document for MANAGEMENT LEASING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2800.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 895A00008360

**STATEMENT CONCERNING AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA BY A FOREIGN CORPORATION**

MANAGEMENT LEASING INC. has not received a certificate of authority from the Florida Department of State to transact business in Florida pursuant to s. 607.1501, Florida Statutes. Data provided by the Florida Department of Revenue, pursuant to s. 213.053(14), Florida Statutes, indicates that **MANAGEMENT LEASING INC.** is presently obligated to file Florida corporation income tax returns with the Florida Department of Revenue.

Instructions: Please complete the following statement concerning authority to transact business in Florida by a foreign corporation only if said foreign corporation is not required to receive a certificate of authority to transact business in Florida, pursuant to s. 607.1501, Florida Statutes. Please mail this statement to the Foreign Qualification/Tax Lien Section, P.O. Box 6327, Tallahassee, Florida 32314. **If said corporation does not apply for authority to transact business in Florida, it must complete, sign, and return this statement.**

Officer/Director's Acknowledgement:

I, JOEL S. CHITWOOD, the undersigned, do hereby certify that I am aware that **MANAGEMENT LEASING INC.** has not received a valid certificate of authority to transact business in Florida, as required by s. 607.1501, Florida Statutes. **MANAGEMENT LEASING INC.** does not presently transact business in Florida within the meaning of s. 607.1501, Florida Statutes and is not required to receive a certificate of authority to transact business in Florida.

Joel S. Chitwood
(Signature of Officer/Director)

04/21/95
(Date)

JOEL S. CHITWOOD PRES.
(Typed or printed name and capacity of person signing)

MANAGEMENT LEASING INC
FEI #: 51-0332158

FILED
STATE
SECRETARY OF
DIVISION OF CORPORATIONS
95 JUN 15 PM 2:35
JL 5-885



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 12, 1995

**JOEL S. CHITWOOD
AUTO SAFETY COMPANY, INC.
4410 W. ALVA ST.
TAMPA, FL 33614**

**SUBJECT: MANAGEMENT LEASING, INC.
Ref. Number: W95000004189**

We have received your document for MANAGEMENT LEASING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Management Leasing, Inc. submitted an application of 2-23-95 stating that the corporation started transacting business March 1, 1995. Our office then received information from Joel Chitwood stating that the corporation is not transacting business in Florida. In order for the Department of State to close their files on the above mentioned corporation, you will be required to submit a sworn affidavit. We have enclosed a sample for your convenience.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 595A00024435

WILLIAM P. GREGORY, P.A.

Attorney at Law

715 SWANN AVENUE
TAMPA, FLORIDA 33606
TELEPHONE (813) 251-8631
FACSIMILE (813) 253-2047

June 12, 1995

Ms. Freta Lott
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Management Leasing, Inc.
Ref Number: W9500000
4189

Dear Ms. Lott:

Pursuant to your request in letter number 595H00024435, please find enclosed an affidavit from Joel S. Chitwood, as President of Management Leasing, Inc. The affidavit should enable the Department of State to close its file on the above-named corporation.

If you have any questions on this matter, please contact me.

Sincerely,


William P. Gregory

WPG/lc

enc.

c:\wpg\lcs.12

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

On this day personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgements, Joel S. Chitwood, who after being duly sworn, deposes and says that:

1. Affiant is President of Management Leasing, Inc., a Delaware Corporation.

2. The Application by Foreign Corporation for Authorization to Transact Business in Florida, submitted February 23, 1995 contained erroneous information.

3. Management Leasing, Inc. does not conduct business in the State of Florida. Management Leasing, Inc. believed that its transacting business in interstate commerce provided sufficient nexus for the satisfaction of Florida revenue law. The transacting of business in interstate commerce does not constitute the transaction of business in the State of Florida pursuant to Florida Statutes Section 607.1501(2)(i) for certificate of authority purposes.

4. The correct date that the corporation shall begin conducting its affairs in the State of Florida shall be upon subsequent qualification by the Secretary of State of Florida.

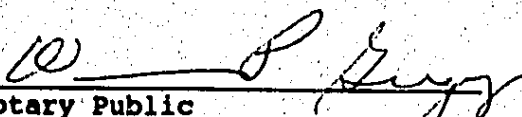
Further Affiant Sayeth Naught!


Joel S. Chitwood

Sworn to and subscribed before me this 7th day of June

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 15 PM 2:24

1995, by Joel S. Chitwood who is personally known to me.


Notary Public
Name of acknowledger (typed, printed
or stamped): *WILLIAM P. GREGORY*

My commission expires:

Notary Public, State of Florida
My Commission Expires June 20, 1995
Bonded Thru Troy Fain - Insurance Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 2:24

10/1/95 11:00 AM

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

MANAGEMENT LEASING, INC.

1. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 51-0332158
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. FEBRUARY 26, 1991 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. MARCH 1, 1991
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 101 N. FAIRFIELD DRIVE
DOVER, DE 19901
(Current mailing address)

8. PAYMENT OF EXECUTIVE SALARIES
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

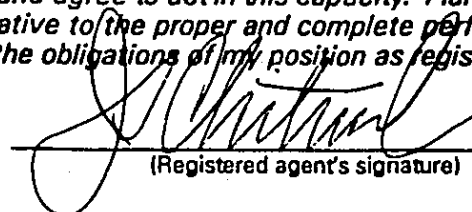
Name: JOEL S. CHITWOOD

Office Address: 4410 W. ALVA STREET

TAMPA, Florida, 33614
(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 2:21

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: JOEL S. CHITWOOD

Address: 4410 W. ALVA STREET
TAMPA, FLORIDA 33614

Vice Chairman: TIMOTHY H. CHITWOOD

Address: 4410 W. ALVA STREET
TAMPA, FLORIDA 33614

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: JOEL S. CHITWOOD

Address: 4410 W. ALVA STREET
TAMPA, FLORIDA 33614

Vice President: TIMOTHY H. CHITWOOD

Address: 4410 W. ALVA STREET
TAMPA, FLORIDA 33614

Secretary: JOEL S. CHITWOOD

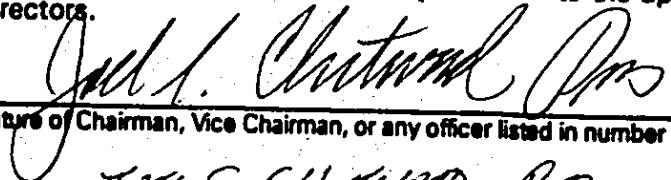
Address: 4410 W. ALVA STREET
TAMPA, FLORIDA 33614

Treasurer: TIMOTHY H. CHITWOOD

Address: 4410 W. ALVA STREET
TAMPA, FLORIDA 33614

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

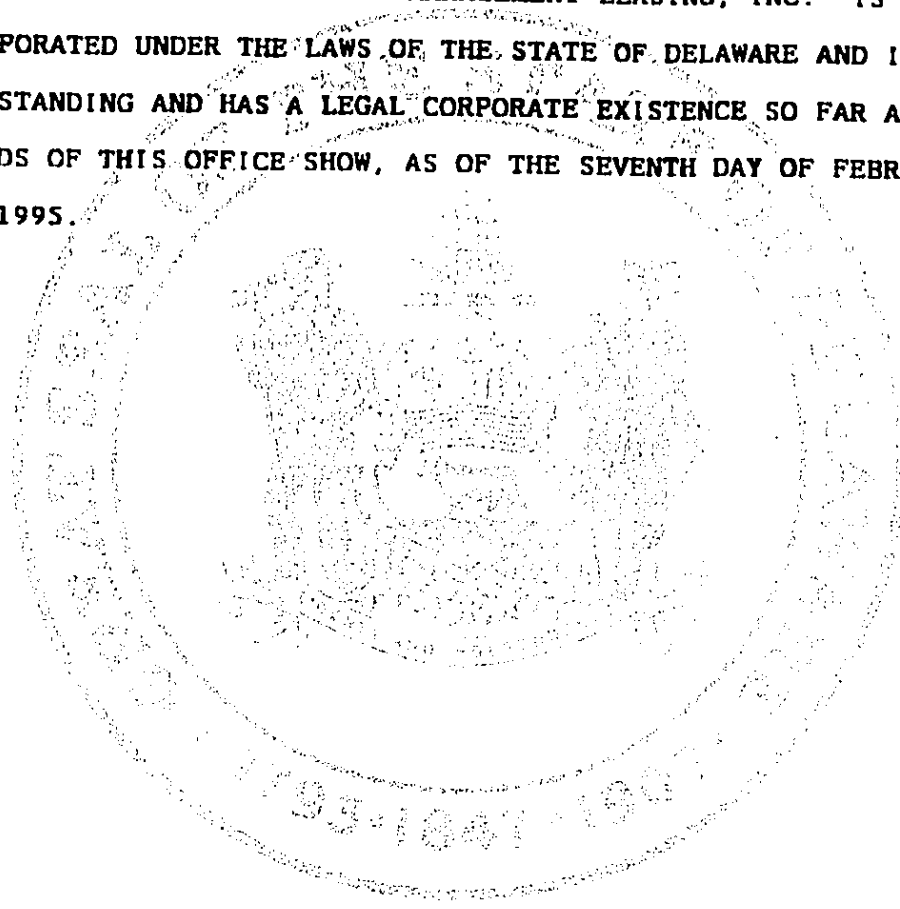

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

JOEL S. CHITWOOD PRES.
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MANAGEMENT LEASING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 2:25



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2255784 8300

DATE: 7399858

950026945

02-07-95